

# KNOWLE AND DORRIDGE RACQUETS CLUB CONSTITUTION

## 1. NAME

The Club is called Knowle and Dorrige Racquets Club (“the Club”). The Club is an unincorporated entity which means that it is not a legal entity and requires Trustees to own property.

## 2. DEFINITIONS

“the President”	Means the person elected from time to time to be the President of the Club in accordance with Rule 5.1;
“the Treasurer”	Means the person elected from time to time to be the Treasurer of the Club in accordance with Rule 5.1;
“the Secretary”	Means the person elected from time to time to be the Secretary of the Club in accordance with Rule 5.1;
“the LTA”	Means the Lawn Tennis Association Limited and its subsidiaries or such successor entity or entities as become(s) the governing body of the game of tennis from time to time;
“LTA rules”	Means the rules of the LTA as in force from time to time;
“England Squash”	Means England Squash or such successor entity or entities as become(s) the governing body of the games of squash and racketball from time to time;
“England Squash rules”	Means the rules of England Squash in force from time to time;
“the Club Committee”	Means the committee appointed in accordance with Rule 18.1 to manage the Club on behalf of its members;
“CASC Scheme”	Means the Community Amateur Sports Club (CASC) scheme that allows amateur sports clubs that register with it to benefit from a range of tax reliefs;
“CASC Scheme Criteria”	Means the criteria as set out by Her Majesty’s Revenue and Customs (“HMRC”) that an amateur sports club needs to meet to be eligible to join the CASC Scheme;
“Disciplinary Code”	Means the disciplinary code of the LTA and / or England Squash in force from time to time;
HMRC’s Fit and Proper Person Test	Means the test required by HMRC to comply with money laundering regulations as set out at <a href="https://www.gov.uk/government/publications/money-laundering-supervision-fit-and-proper-test-and-approval/money-laundering-supervision-guidance-on-the-fit-and-proper-test-and-hmrc-approval">https://www.gov.uk/government/publications/money-laundering-supervision-fit-and-proper-test-and-approval/money-laundering-supervision-guidance-on-the-fit-and-proper-test-and-hmrc-approval</a> or successor website;
“the Trustees”	Means the persons appointed from time to time to be the Trustees of the Club in accordance with Rule 6.6;
“Full Member”	Means any member who is 18 or more years old and is a Family, Senior or Honorary Member;
“Officer”	Means the Full Members appointed from time to time to be the Officer(s) of the Club in accordance with Rule 18.1;
Club Rules	Means the rules and code of conduct of the Club in force from time to time as set out in this Constitution.

Words denoting the singular number include the plural number and vice versa and words denoting the masculine gender include the feminine gender.

## 3. OBJECT

The object of the Club is to provide, improve, develop and maintain facilities for and encourage community participation in amateur tennis, squash and racketball and other associated sporting and social activities for the benefit and enjoyment of its members.

## 4. APPLICATION OF SURPLUS

# KNOWLE AND DORRIDGE RACQUETS CLUB CONSTITUTION

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The Club is a non-profit-making body. All surplus income or profits shall only be reinvested in the Club. No surpluses or assets shall be distributed to members or third parties.

## 5. CLUB COMMITTEE:

5.1 The Club Committee shall consist of 7 Officers: the President, Secretary, Treasurer, Club Operations Chair, Tennis Chair, Squash and Racketball Chair and Bar & Social Chair, all of whom shall be elected annually by Club members at the Annual General Meeting. Five Officers shall form a quorum.

5.2 The Club Committee shall have the power to fill any vacancy amongst the Officers with any member of the Club not then on the Committee but any Officer so appointed shall hold office only until the next following Annual General Meeting and is then eligible for re-election.

5.3 The Club Committee shall have the power to co-opt other members of the club to fill various roles from time to time however co-opted members shall not have voting rights at meetings of the Club Committee. The Club Committee may ask other members of the Club or other parties to attend meetings to offer specialist advice however such members or parties shall not have voting rights at meetings of the Club Committee.

5.4 If a Club Committee member who is chairman of a sub-committee is asked but is not able to attend a Club Committee meeting, then the relevant sub-committee may appoint a deputy to attend and the deputy shall have voting rights at the meeting.

5.5 The President shall serve a maximum of term of 3 years and the immediate past president shall not be elected to the Club Committee after his term of office but may be a member (but not Chair) of any Club sub-committee. The Officers of the Club shall serve a maximum term of 6 consecutive years on the Club Committee. If no Member volunteers to replace an Officer whose maximum term has been reached, the incumbent Officer may continue until the Club Committee appoints an appropriate replacement for ratification at the next General Meeting. The Club Committee shall endeavour to ensure that only one Officer from the President, Treasurer and Secretary shall retire each year to provide continuity to the management of the Club.

5.6 Each Officer that is a signatory to the Club's bank account must satisfy HMRC's Fit and Proper Person Test to be involved in the general control, management and administration of the Club and must declare to the Secretary that she/he would pass HMRC's Fit and Proper Person Test prior to being nominated for election to the Committee. Other Officers may wish to make a similar declaration.

5.7 A member of the Club Committee shall be deemed to have vacated office if

- She/he resigns his office by notice to the Club
- She/he fails to attend three consecutive meetings of the Club Committee and, in the opinion of the Club Committee, there are no mitigating circumstance for that failure. The Club Committee can therefore resolve that her/his office be vacated
- She/he is suspended by holding office or from taking part in any activity relating to the administration or management of the Club by the LTA or Squash England
- She/he is requested to resign by not less than two thirds of the other Club Committee members acting together
- She/he fails HMRC's Fit and Proper Person Test

## 6. PROCEEDINGS OF THE CLUB COMMITTEE

6.1 The Officers may exercise all of the powers of the Club for the purposes of the management of the Club including having the power to enter into contracts on behalf of the Club on behalf of its members. The Club Committee shall have the sole right to appoint and determine the conditions of service of any employee of the Club.

## KNOWLE AND DORRIDGE RACQUETS CLUB CONSTITUTION

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6.2 The Club Committee shall have the power to sanction expenditure subject to the provisions of Clause 6.3 but may delegate that power to Officers within parameters that the Club Committee shall determine and record that delegation in the minutes of the relevant meeting.

6.3 The Club Committee shall recommend any expenditure where the total project cost is equal to or exceeds £50,000 for approval by resolution at a general meeting of the Club. The Club Committee shall recommend any expenditure where the total project cost is equal to or exceeds £20,000 for approval by a survey of those members that are eligible to vote at a general meeting. The recommendations shall include details of the project that shall also include how the project will be financed.

6.4 The President shall be Chair of the Club Committee. If the President is not present, the Officers may appoint one of their number to be Chair of the meeting. Decisions of the Club Committee shall be made by a simple majority. In the event of equality of votes, the President, or in her/his absence the appointed Chair of the meeting, shall have a casting vote in addition to his ordinary vote.

6.5 The Club Committee shall meet at regular intervals and at least 6 times per annum to ensure the effective running of the Club

6.6 The Club Committee shall appoint Trustees to hold office until death or resignation unless otherwise removed from office by a resolution of the Club Committee. The President from time to time is nominated to appoint new Trustees within the meaning of the Trustees Act 1925. A new Trustee shall be nominated by resolution of the Club Committee and the President shall by deed duly appoint the person nominated as the Trustee and the provisions of the Trustees Act 1925 shall apply to any such appointment.

6.7 The number of Trustees shall be no more than four or less than two.

6.8 Every member of the Committee, Trustee, employee or agent of the Club shall be indemnified by the Club and the Committee shall pay all costs, losses and expenses which any such member of the Committee, Trustee, employee or agent may incur or for which she/he may become liable by reason of any contract entered into or act or thing done by her/him in good faith as such member of the Committee, Trustee employee or agent in accordance with the instructions of the Committee or of a General Meeting of the Club or otherwise in the discharge of his duties. The Committee may give to any member of the Committee, trustees, employee or agent of the Club who has incurred or may be about to incur any liability at the request of or for the benefit of the Club such security by way of indemnity as may seem expedient.

### 7. SUB-COMMITTEES

7.1 The Club Committee shall delegate the day-to-day running of the Tennis Section to the Tennis Sub-Committee and the day-to-day running of the Squash and Racketball Section to the Squash and Racketball Sub-Committee

7.2 The Tennis Sub-Committee shall be chaired by the Tennis Chair and will include the Ladies' and the Men's Tennis Captains, both of whom will be appointed by election at the Annual General Meeting. The Club Committee shall appoint one of the Club's Officers to the Tennis Sub-Committee.

7.3 The Squash and Racketball Sub-Committee shall be chaired by the Squash and Racketball Chair and shall include the Ladies' and the Men's Squash Captains, together with the Racketball Captain(s), all of whom shall be appointed by election at the Annual General Meeting. The Club Committee shall appoint one of the Club's Officers to the Squash and Racketball Sub-Committee.

7.4 The Tennis and the Squash and Racketball Sub-Committees shall have the power to co-opt members to serve on those sub-committees.

# KNOWLE AND DORRIDGE RACQUETS CLUB CONSTITUTION

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7.5 The Club Committee shall have the power to form, delegate to, oversee the operation, reporting and disbandment of such other sub-committees as it deems appropriate to the continues effective operation of the Club.

## 8. MEMBERSHIP

8.1 Membership of the Club shall be open to anyone interested in the sport on application, regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. The Club may have different classes of membership and subscription on a non-discriminatory and fair basis. The Club will keep subscriptions at levels that will not pose a significant obstacle to people participating in line with the CASC Scheme Criteria.

8.2 The different classification for members within the Club shall be:

- Family members defined as a maximum of 2 Senior playing members with 1 or more Junior members residing at the same address
- Senior playing members aged 26 and above for either Tennis, Squash and Racketball or both.
- Intermediate playing members between the ages of 18 and 25 for either Tennis, Squash and Racketball or both.
- Junior playing members between the ages of 11 and 17 for Tennis and Squash and Racketball. The Club Committee may specify one or more categories of Junior Membership.
- Mini Members between the ages of 3 and 11 for Tennis only. The Club Committee may specify one or more categories of Mini membership.
- Country members are members aged 18 and over that live at least 25 miles from the Club using a mapping tool determined by the Club. They shall pay half the subscription rate applicable to them
- Social Members are non-playing members
- Life Members are playing or non-playing members that have been granted membership for life by the Club
- Guardian Members are non-playing members and are parents, grandparents or guardians of Junior members.
- Temporary members are playing members that are offered membership in accordance with Clause 16

Life Members and playing members aged 18 and over are eligible to vote at general meetings. Junior, Mini, Social, Temporary and Guardian members are not eligible to vote at general meetings. Members shall notify the club by email when their membership category changes.

8.3 The Club Committee may nominate members that provide exceptional service to the Club to become Life Members for approval by resolution at an Annual General Meeting of the Club. Life Members shall be entitled to play any of the sports played at the Club at no subscription cost.

8.4 The Club Committee may limit membership, in total or by category, according to available facilities on a non-discriminatory basis.

8.5 Squash or Racketball playing members applying for Tennis membership and vice-versa, will be accepted immediately provided that the Club Committee has not limited membership in accordance with Clause 8.4 however such applicants will be given priority when the limitation is lifted.

## 9. JOINING THE CLUB

9.1 Until becoming a Member on paying the appropriate membership and joining fee, a candidate is not entitled to any privileges of the Club other than those afforded to visitors.

# KNOWLE AND DORRIDGE RACQUETS CLUB CONSTITUTION

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9.2 The Club Committee may refuse membership only for good cause, such as conduct or character likely to bring the Club or sport into disrepute. Appeal against refusal may be made by the candidate by writing to the Secretary to register the appeal. That appeal shall be considered in accordance with the rules of the Club that cover its code of conduct.

## 10. CONDITIONS OF MEMBERSHIP

10.1 Each tennis-playing member agrees as a condition of membership to be bound by and subject to the LTA rules and Disciplinary Code.

10.2 Rule 9.1 confers a benefit on the LTA and, subject to the remaining provision of this rule, is intended to be enforced by the LTA by virtue of the Contracts (Rights of Third Parties) Act 1999. For the avoidance of doubt, the members do not intend that any term of these rules, apart from Rule 9.1, should be enforceable by virtue of the Contracts (Rights of Third Parties) Act 1999, by any person who is not a party to this constitution.

10.3 Each squash and racketball playing member agrees as a condition of membership to be bound by and subject to the England Squash rules and Disciplinary Code

10.4 All members have a duty to ensure that they use the Club facilities responsibly, avoid damage and ensure the premises are secure if they are the last to leave.

10.5 All members agree as a condition of membership to be bound by and subject to the Club Rules and any other rules or by-laws which may be notified to them or are published by the Club.

10.6 The Club Committee shall have power to expel a Member when, in its opinion, it would not be in the interests of the Club for her/him to remain a Member. Appeal against expulsion may be made by the Member by writing to the Secretary to register the appeal. That appeal shall be considered in accordance with the rules of the Club that cover its code of conduct.

10.7 It shall be a condition of membership that members aged 18 and over perform bar duties or catering duties according to rota when requested by the Club Committee or its delegated representative.

## 11. FEES

11.1 The Club Committee shall set the entrance fees, surcharge for late payment and the subscriptions for each classification of member for approval by resolution at each Annual General Meeting for the ensuing year. Once approved, these subscription rates will be published on the Club's website and will take effect from the start of the membership year on 1 May.

11.2 The Club Committee shall set the fees for visitors that play at the Club, fees for floodlighting, fees for key fobs and any other fees that the Club shall introduce from time to time.

11.3 Members shall pay their subscription by 1 single annual instalment by 1 May. Payment of subscriptions not received by 1 May will be subject to a surcharge at the rate prevailing at that time. Any subscriptions not received by 16 May will result in court booking rights being suspended and members will not be able to play at the Club and will be deemed to have resigned.

11.4 The Club Committee shall have the power to offer alternative methods to Members to pay their subscription by instalments when the Club Committee deems it appropriate. Any instalment not received will result in court booking rights being suspended and members will not be able to play at the Club

# KNOWLE AND DORRIDGE RACQUETS CLUB CONSTITUTION

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11.5 The Club shall charge an entrance fee if a member suspends or cancels her/his membership and subsequently re-joins the Club within 12 months. The Club Committee shall have the right to waive the entrance fee for some good cause.

11.6 The Club Committee shall determine any discounts or promotional offers that may be offered from time to time to attract new members and any premiums that may be applied to payments by instalment.

## 12. REDUCTIONS FOR PART YEAR MEMBERSHIP

Members elected to the Club after 1 May shall pay a proportion of the annual subscription equal to the proportion of the twelve-month period remaining until the next 1 May.

## 13. JUNIORS

13.1 Juniors must be at least 11 and under 18 years old on 30 April in their year of election and they must be sons, daughters, grandchildren, brothers or sisters of Senior playing members, or sons or daughters of Guardian members.

13.2 Junior members shall be subject to the following limitations:

13.2.1 They may not introduce either playing or social visitors, except at the discretion of the Club Committee.

13.2.2 Their parents, Guardian Member or senior playing brothers or sisters shall be responsible for their actions and behaviour while on Club premises.

## 14. MINI TENNIS MEMBERSHIP

Mini Tennis members shall be at least 3 years old and shall not be deemed to be full members and can, therefore, not enjoy the other facilities of the Club or play outside of coaching times.

## 15. VISITORS

15.1 A Senior playing member may introduce a maximum of 3 visitors for one day at a time to the facilities of the Club subject to paying the appropriate visitor fee through the Club's court booking system.

15.2 The same playing visitor may not be introduced on more than six occasions during a twelve-month period beginning 1 May. Non-playing members may only introduce non-playing visitors.

15.3 The playing parent of a Junior member may, subject to the above provisions, introduce a junior visitor to play with such Junior member. The introducing member shall be responsible for the actions and behaviour of the visitor introduced.

## 16. TEMPORARY MEMBERSHIP

The Club Committee shall have the power to create temporary memberships from time to time taking account of membership levels at the Club. Temporary playing members will be added to the Club's booking system for the duration of their temporary membership.

## 17. RULES

The Club Committee shall be empowered to make such rules as they deem necessary.

## 18. ANNUAL GENERAL MEETING

# KNOWLE AND DORRIDGE RACQUETS CLUB CONSTITUTION

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18.1 The annual general meeting of the Club shall be held at such time as the Club Committee shall decide each year not later than the month of March to decide the following business:

- To approve the minutes of the last General Meeting
- To approve the accounts of the Club and receive the Treasurer's report
- To elect the Officers of the Club Committee who shall take up their duties on the day following the AGM and the Captains of Tennis and Squash and Racketball in accordance with Clause 7
- To approve the entrance fees, surcharge for late payment and the subscriptions for each classification of member
- To approve any resolution which may be submitted in accordance with Clause 18.2 below
- To deal with any special matters that the Club Committee wishes to bring before members
- To appoint the reporting accountant
- To receive reports requested by the President from other Club Committee or sub-committee members
- To approve any nominations for new Life Members
- At the discretion of the chair, to attend to any relevant and appropriate business raised by Members at the meeting

18.2 Notice of any resolution proposed to be moved at the annual general meeting shall be given in writing, signed by the proposer and seconder, to the Secretary not less than 21 days before the meeting.

## 19. EXTRAORDINARY GENERAL MEETING

An extraordinary general meeting:

- May be called at any time by the Club Committee
- Shall be called within 21 days of receipt by the Secretary of a requisition in writing signed by not less than 25 Senior Members stating the purpose for which the meeting is required and the resolutions proposed

## 20. PROCEEDINGS AT THE ANNUAL AND EXTRAORDINARY GENERAL MEETINGS

20.1 The Secretary shall send to each Member that is entitled to vote at a general meeting at his last known address (by post or by email) notice of the date of the general meeting and the resolutions to be proposed at least 14 days before the meeting.

20.2 The general meetings shall take place at a location determined by the Club Committee. In circumstances where it is not possible to hold a meeting in person, the Club Committee may determine how the meeting shall proceed.

20.3 The quorum for the annual and extraordinary general meetings shall be 25 members that are entitled to vote at general meetings

20.4 The President shall chair the meeting but, if she/he is not present within 15 minutes after the appointed start of the meeting, the Members may choose one of the other members of the Club Committee to preside or if no other member of the Club Committee is present or willing to preside, the Members present and entitled to vote may choose one of their number to be the chair of the meeting.

20.5 Each Member who is entitled to vote shall have 1 vote and resolutions passed by a simple majority of those Members voting. In the event of equality of votes, the President, or in her/his absence the member selected as chair of the meeting, shall have a casting vote in addition to his ordinary vote.

20.6 The Secretary, or in her/his absence a Member of the Club Committee, shall take minutes at annual and extraordinary general meetings.

# KNOWLE AND DORRIDGE RACQUETS CLUB CONSTITUTION

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20.7 Members may vote by proxy and this shall only be valid if the notification is received by the Secretary at least 48 hours before the appointed start of the meeting. The Member shall appoint the chair of the meeting, or another Member, to vote on their behalf either by directing the proxy how to vote or by leaving the proxy to vote as she/he thinks fits.

20.8 In the event that there is more than 1 nomination for any post of Officer on the Club Committee, each candidate shall give a short, written manifesto to the Secretary at least 14 days before the appointed start of the meeting. The Secretary shall send the manifestos to each Member that is entitled to vote at a general meeting.

## 21. FINANCE

21.1 All monies payable to the Club shall be received by the person authorised by the Club Committee to receive such monies and shall be deposited in a bank account in the name of the Club.

21.2 Money drawn from that account must be authorised by two of the three signatories comprising the Treasurer, President or Secretary, none of which shall be related to another signatory.

21.3 The income and property of the Club shall be applied only in furtherance of the objects of the Club and no part thereof shall be paid out by way of bonus, dividend or profit to any Member or other party.

21.4 The Club Committee shall have the power to authorise the payment of remuneration and expenses to any Officer, member of the Club Committee, Member or employee of the club or to any other persons or persons for services rendered to the Club. In this context, services rendered specifically excludes services provided as a volunteer and playing tennis, squash or racketball i.e. no person shall be paid to play. The Club Committee shall have the power to authorise the offer of incentives to Members of the Club.

21.5 Full accounts of the financial affairs of the Club shall be prepared each year to 31 December and shall be independently verified by a suitably qualified person. The accounts must be made available prior to the Annual General Meeting to every member that is entitled to vote at a general meeting.

## 22. ALTERATION TO THIS CONSTITUTION

No alteration shall be made to this Constitution, except at a general meeting and 21 days' notice must be given in writing to the Secretary for any proposed alteration.

## 23. POWERS OF BORROWING

23.1 The Trustees of the Club, on resolution of the Club Committee shall be empowered to arrange finance through debt or other financial instrument, from such sources as they deem fit, up to a limit not exceeding £20,000.

23.2 For any borrowing above £20,000, the sanction of a general meeting will be required.

23.3 The Club Committee shall have no power to pledge the personal liability of any Member for repayment of any sums so borrowed.

23.4 The Trustees shall, at the discretion of the Club Committee, make such dispositions of the Club's property, or any part thereof, and enter into and execute agreements and instruments in relation thereto, as the Club Committee may deem proper for giving security for such monies borrowed and the interest payable thereon.

## 24. PROPERTY

## **KNOWLE AND DORRIDGE RACQUETS CLUB CONSTITUTION**

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The property of the Club, other than cash at the bank, shall be vested in the Trustees. They shall deal with the property as directed by the Club Committee and entry in the minutes of Club Committee meetings shall be conclusive evidence of such a resolution.

### **25. DISSOLUTION**

25.1 The members may vote to wind up the Club if not less than three quarters of those present and entitled to vote, support that proposal at a properly convened general meeting.

25.2 Upon dissolution of the Club any remaining assets shall be given or transferred to another CASC, a registered charity or the sport's governing body or bodies for use by them in related community sports